

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA**

IN RE:

C&D COAL COMPANY, LLC, **Bankruptcy No. 16-24726-GLT**

Debtor. **Chapter 11**

Document No.

DERRY COAL COMPANY, LLC, **Bankruptcy No. 16-24727-GLT**

Debtor. **Chapter 11**

Document No.

C&D COAL COMPANY, LLC and **DERRY COAL COMPANY, LLC,** **Hearing Date and Time:**
December 21, 2017 at 10:30 a.m.

Movants,

vs.

**KINGSTON COAL COMPANY,
KINGSTON GAS COMPANY,
JOHNSON INDUSTRIES,
EVEREST BUSINESS FUNDING,
RTB HOLDINGS, LLC,
INTEGRITY COAL SALES, INC.,
WESTMORELAND COUNTY TAX
CLAIM BUREAU, PENNSYLVANIA
DEPARTMENT OF REVENUE,
PENNSYLVANIA DEPARTMENT OF
LABOR AND INDUSTRY,**

Respondents.

**JOINT MOTION FOR PUBLIC SALE OF DEBTORS' ASSETS IN BULK
FREE AND CLEAR OF ALL LIENS, CLAIMS AND ENCUMBRANCES**

And now, come C&D Coal Company, LLC and Derry Coal Company, LLC, the Debtors in the above Chapter 11 Cases, by and through their Counsel, Robert O Lampl, John P. Lacher, David L. Fuchs and Ryan J. Cooney, and file the following **JOINT MOTION FOR PUBLIC SALE OF DEBTORS' ASSETS IN BULK FREE AND CLEAR OF ALL LIENS, CLAIMS AND ENCUMBRANCES**, as follows:

1. The Movants are C&D Coal Company, LLC and Derry Coal Company, LLC, the Debtors in the above Chapter 11 Cases.
2. The Movants commenced their Chapter 11 Cases on December 22, 2016.
3. This Court has jurisdiction over this matter pursuant to 28 U.S.C. Section 1334, 28 U.S.C. Section 157 and 11 U.S.C. Section 363.
4. The Movants are the owners of certain Real and Personal Property set forth in **EXHIBIT A** hereto which is incorporated herein and made a part hereof. As to the Real Property interests to be sold, the descriptions of said interests are set forth in **EXHIBIT B** (re: *Derry Coal 104 acres*), **EXHIBIT C** (*C&D Coal 19,000 acres coal and gas rights*), **EXHIBIT D** (*C&D Coal 84 surface acres in Latrobe, PA*) and **EXHIBIT E** (*C&D Coal 114 acres of coal and gas rights in Derry, PA*). All such exhibits are attached hereto and incorporated herein.
5. The Movants propose that its assets be sold in bulk pursuant to a Public Sale to take place in this Honorable Court and to be conducted on **December 21, 2017 at 10:30 a.m. in Courtroom A, 54th Floor, U.S. Steel Tower, 600 Grant Street, Pittsburgh, PA 15219**.

6. Simultaneously with the filing of the within Motion, the Debtors will file a Motion to Approve Bidding Procedures. Said Bidding Procedures will be included in the Notice of Sale which will be advertised in accordance with W.PA.LBR 6004.1.

7. Per the Motion to Approve Bidding Procedures, a reserve price in the amount of Ten Million Dollars (\$10,000,000.00) will be established as the bulk minimum purchase price. If the Court determines that each Debtor's assets are to be sold separately, the Ten Million Dollars (\$10,000,000.00) reserve price shall be attributed as Nine Million Dollars (\$9,000,000.00) for C&D's assets and One Million Dollars (\$1,000,000.00) for Derry's assets.

8. Following a lien search based upon the Real Property descriptions set forth in Exhibits B, C, D and E attached hereto and the UCC filings in regard to the equipment to be sold, it has been determined that the Respondents which may hold liens, claims and encumbrances against the Debtors' assets are as follows:

- a. Kingston Coal Company;
- b. Kingston Gas Company;
- c. Johnson Industries;
- d. Everest Business Funding;
- e. RTB Holdings, LLC
- f. Integrity Coal Sales, Inc.,
- g. Westmoreland County Tax Claim Bureau;
- h. Pennsylvania Department of Revenue; and
- i. Pennsylvania Department of Labor & Industry

9. The Debtors will additionally provide notice to various property owners which entered into agreements with Kingston Coal Company and Kingston Gas Company which agreements involve the mining of coal and gas on the properties owned by said property owners. The mining rights provided for in said agreements were ultimately assigned by the Kingston entities to Debtor C&D Coal Company, LLC. The property owners have no liens, claims or encumbrances against Debtor C&D's interests and the contemplated sale is not intended to, and will not, terminate or divest the mining rights which are the subject of the assignment to C&D. As such, the property owners are not being named as Respondents to this Sale Motion but will be notified and provided with an opportunity to be heard nonetheless.

10. The Debtors believe that the proposed Public Sale is in the best interest of the Chapter 11 Estates.

WHEREFORE, the Debtors respectfully request that this Honorable Court enter an Order approving the Public Sale of Debtors' Assets in Bulk, Free and Clear of all Liens, Claims and Encumbrances.

Respectfully Submitted,

Date: November 2, 2017

/s/ Robert O Lampl
ROBERT O LAMPL
PA I.D. #19809
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PA I.D. #62297
DAVID L. FUCHS
PA I.D. #205694
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CLAIM BUREAU, PENNSYLVANIA
DEPARTMENT OF REVENUE,
PENNSYLVANIA DEPARTMENT OF
LABOR AND INDUSTRY,**

Respondents.

CERTIFICATE OF SERVICE

Robert O Lampl, John P. Lacher, David L. Fuchs and Ryan J. Cooney, hereby certify that on the 2nd day of November, 2017, a true and correct copy of the foregoing **JOINT MOTION FOR PUBLIC SALE OF DEBTORS' ASSETS IN BULK FREE AND CLEAR OF ALL LIENS, CLAIMS AND ENCUMBRANCES** was served upon the following (*via Electronic service and/or First-Class U.S. Mail as noted below*):

Office of the U.S. Trustee
1001 Liberty Avenue
970 Liberty Avenue
Pittsburgh, PA 15222
(*via Electronic Service*)

RESPONDENTS (via First-Class U.S. Mail):

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(*Counsel for the Official Committee of Unsecured Creditors*)

Everest Business Funding
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Miami, FL 33172

Integrity Coal Sales, Inc.
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Ronkonkoma, NY 11779

Johnson Industries
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Pikeville, KY 41501

Kingston Coal Co./Kingston Gas Co.
200 Guckert Lane
Wexford, PA 15090

William E. Kelleher, Jr.
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(Counsel for Kingston Coal Co./Kingston Gas Co.)

PA Department of Labor and Industry
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Harrisburg, PA 17121

PA Department of Revenue
Bankruptcy Division
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Pittsburgh, PA 15222
(Counsel for RTB Holdings, LLC)

Westmoreland County Tax Claim Bureau
40 N. Pennsylvania Avenue, Ste. 109
Greensburg, PA 15601

INTERESTED PARTIES (via First-Class U.S. Mail):

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c/o Lynn Rahl, Esquire

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William W. Nicol, IV and Brenda J. Nicol
292 Nicol Lane
Derry, PA 15627

William J. Newcomer
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Derry, PA 15627

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Harvey Eger, Trustee
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Latrobe, PA 15650
(Counsel for The Daniel G. Slavek, Jr. Trust)

Earl and Albina Killen
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Date: November 2, 2017

/s/ Robert O Lampl
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